

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

CAROL M. MCDONOUGH, *et al.*,
Plaintiffs,

v.

TOYS “R” US, INC., d/b/a Babies “R” Us, *et al.*,
Defendants.

No. 2:06-cv-0242-AB

ARIEL ELLIOTT, *et al.*,
Plaintiffs,

v.

TOYS “R” US, INC., d/b/a Babies “R” Us, *et al.*,
Defendants.

No. 2:09-cv-06151-AB

FEE AND EXPENSE ORDER¹

AND NOW, this _21st____ day of January, 2015, it is **ORDERED**:

1. This order becomes operative upon the *Effective Date* of the *Final Judgment*.
2. The *Notice* provided to the *Settlement Classes* of *Class Counsel*’s request for an award of attorneys’ fees, costs and expenses meets the requirements of Federal Rules of Civil Procedure 23(h) and 54(d) and due process, was the best notice practicable under the circumstances, and constitutes due and sufficient notice.
3. *Class Counsel* are awarded attorneys’ fees in the amount of \$11,090,833.33, to be paid from the Settlement Fund.
4. *Class Counsel* are awarded expenses in the amount of \$2,283,482.10, to be paid from the Settlement Fund.
5. The awards of attorneys’ fees and expenses must be allocated among Plaintiffs’ counsel by *Class Counsel*, Hagens Berman Sobol Shapiro LLP, Spector Roseman Kodroff &

¹ All capitalized, italicized terms are used as defined in the Fourth Amended Settlement Agreement (*Agreement*).

Willis, P.C., and Wolf Haldenstein Adler Freeman & Herz LLC in a manner that, in *Class Counsel's* good-faith judgment, reflects their contributions of time and money to the institution, prosecution and resolution of the litigation against Defendants.

6. The Class Representative Plaintiffs, Julie Lindemann, Melissa Nuttall, Sara Shuck, Lawrence McNally, Stephanie Bozzo, Ariel Elliott, Kristi Monville, Beth Hellman, Kelly Pollock, Yossi Zarfati, Christine Brooke Logan, Darcy Trzupsek, Carol McDonough, Elizabeth Starkman, and Sarah Otazo, are awarded incentive awards in the amount of \$2,500 each, to be paid from the Settlement Fund, in addition to any distributions of the Settlement Fund to which they may be entitled.

7. Counsel for Objector Kevin Young, the Center for Class Action Fairness, is awarded attorneys' fees in the amount of \$742,500, to be paid from the Settlement Fund.

8. Objector Kevin Young is awarded an incentive award in the amount of \$1,000, to be paid from the Settlement Fund, in addition to any distributions of the Settlement Fund to which he may be entitled.

9. Objectors Allison Lederer and Clark Hampe are denied attorneys' fees, expenses, and incentive awards.

CONCLUSION

- Plaintiffs' Motion for Attorneys' Fees, Expenses, and Incentive Awards for Named Plaintiffs (*McDonough*, 06-cv-242, ECF No. 863; *Elliott*, 09-cv-6151, ECF No. 153) is **GRANTED in part and DENIED in part**. *Class Counsel* are awarded attorneys' fees in the amount of \$11,090,833.33, to be paid from the *Settlement Fund*. *Class Counsel* are awarded expenses in the amount of \$2,283,482.10, to be paid from the *Settlement Fund*. Class Representative Plaintiffs are awarded incentive awards in the amount of \$2,500

each, to be paid from the *Settlement Fund*.

- Because the parties and the Court agree that Objector Kevin Young may seek attorneys' fees without intervening in this litigation, Young's Motion to Intervene for the Limited Purpose of Filing a Motion for Attorneys' Fees (*McDonough*, 06-cv-242, ECF No. 860) is **DENIED** as moot.
- Objector Young's Motion for Attorneys' Fees (*McDonough*, 06-cv-242, ECF No. 862) is **GRANTED in part and DENIED in part**. Counsel for Objector Young is awarded attorneys' fees in the amount of \$742,500, to be paid from the *Settlement Fund*. Objector Young is awarded an Incentive Award in the amount of \$1,000, to be paid from the *Settlement Fund*.
- Objector Allison Lederer's Motion for Attorneys' Fees (*McDonough*, 06-cv-242, ECF No. 866; *Elliott*, 09-cv-6151, ECF No. 156) is **DENIED**.
- Objector Clark Hampe's Motion for Attorneys' Fees (*McDonough*, 06-cv-242, ECF No. 867) is **DENIED**.

s/Anita B. Brody

ANITA B. BRODY, J.

Copies **VIA ECF** on _____ to:

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